Some jobs are just too tough for your average fast-talkin' high-tech gun-for-hire. Sometimes...to get the job done right...you need someone crazier than a sack'a ferrets. You need Wade Wilson. The Crimson Comedian. The Regeneratin' Degenerate. The Merc with a Mouth...

DEADPOOL

Wade Wilson...hero? That was the plan, anyway. Wade turned his back on his cut-throat, mercenary past to try to become a real life, bona fide Marvel Super Hero. He went to the X-Men...but they hated and feared him. Spider-Man declared him a threat AND a menace. The Avengers sidestepped Earth's mightiest mouth and assembled elsewhere. Finally, Wade found himself framed by a former client from his shady days, leading him to be attacked by the galaxy's number one mercenary, the green alien gunsman, Macho Gomez. The 'Pool wasn't going to be bested by some jobber from space, no way, no how. He shoved Macho into a rocket, launched it into the atmosphere, and blew it up but good. Having killed the best Merc in the galaxy, Wade decided the time was ripe to go back to his roots: the Merc with a Mouth was back! He hopped into Macho's space sedan and headed for the stars...and glory.

DANIEL WAY
WRITER

CARLO BARBIERI
PENCILS

WALDEN WONG
INKS

MARTE GRACIA
COLORIST

VC'S JOE SABINO
LETTERER

DAVE JOHNSON
COVER

JODY LEHEUP & JORDAN D. WHITE
EDITORS

AXEL ALONSO
EDITOR IN CHIEF

JOE QUESADA
CHIEF CREATIVE OFFICER

DAN BUCKLEY
PUBLISHER

ALAN FINE
EXEC. PRODUCER

DEADPOOL (ISSN #1946-9292) **No. 33, April 2011.** Published Monthly by MARVEL WORLDWIDE, INC., a subsidiary of MARVEL ENTERTAINMENT, LLC. OFFICE OF PUBLICATION: 135 West 50th Street, New York, NY 10020. **PERIODICALS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES.**

© 2011 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

$2.99 per copy in the U.S. (GST #R127032852) in the direct market and $3.99 per copy in the U.S. and $3.99 in Canada (GST #R127032852) through the newsstand; Canadian Agreement #40668537. **Printed in the USA.** Subscription rate (U.S. dollars) for 12 issues: U.S. $27.00; Canada $37.00; Foreign $39.00. **POSTMASTER: SEND ALL ADDRESS CHANGES TO DEADPOOL, C/O MARVEL SUBSCRIPTION DEPT. P.O. BOX 5187 BRENTWOOD, TN 37024. TELEPHONE # (800) 217-9158. FAX # (615) 377-0525. subscriptions@marvel.com.** ALAN FINE, EVP – Office of the President, Marvel Worldwide, Inc. and EVP & CMO Marvel Characters B.V.; DAN BUCKLEY, Publisher & President – Print, Animation & Digital Divisions; JOE QUESADA, Chief Creative Officer; JIM SOKOLOWSKI, Chief Operating Officer; DAVID BOGART, SVP of Business Affairs & Talent Management; TOM BREVOORT, SVP of Publishing; C.B. CEBULSKI, SVP of Creator & Content Development; DAVID GABRIEL, SVP of Publishing Sales & Circulation; MICHAEL PASCIULLO, SVP of Brand Planning & Communications; JIM O'KEEFE, VP of Operations & Logistics; DAN CARR, Executive Director of Publishing Technology; JUSTIN F. GABRIE, Director of Publishing & Editorial Operations; SUSAN CRESPI, Editorial Operations Manager; ALEX MORALES, Publishing Operations Manager; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Ron Stern, VP of Business Development, at rstern@marvel.com. For Marvel subscription inquiries, please call 800-217-9158. **Manufactured between 01/28/2011 and 02/08/2011 by R.R. DONNELLEY, INC., GLASGOW, KY, USA.**

To find MARVEL COMICS at a local comic and hobby shop, go to www.comicshoplocator.com or call 1-888-COMICBOOK.

‹THAT'S NO MOON... THAT'S A--!›
AWK WRD

SOON...
AFTER A BRIEF AND THOROUGHLY DISTURBING HONEYMOON...
SO, BRO... WHAT EXACTLY IS THE FAMILY BUSINESS?
BOSS
TOWING AND RECOVERY, JUST LIKE THE SIGN SAYS.
RECOVERY OF...?
ANYTHING OF VALUE. WE DO REPOS, SALVAGING--
WHAT'D MACHO DO?
<SIGH> I BROUGHT HIM IN TO HELP OBB WITH THE REPOS BUT AFTER HE HOOKED UP WITH MY SISTER--WHO'S ALSO MY PARTNER--HE CONVINCED HER THAT WE SHOULD BRANCH OUT INTO SKIP-TRACES, BOND REVOCATIONS AND...OTHER STUFF.
AND HE WAS GOOD AT THAT, HUH?
YEAH. THE BEST.
SURE, BACK WHEN HE WAS ALIVE...
...BUT THEN HE MET ME.
I TAKE IT YOU PLAN TO CONTINUE WHERE MACHO LEFT OFF?
CONTINUE? NO, I'M TAKIN' IT TO A WHOLE NEW LEVEL.
I'M GOIN' INTERGALACTIC.
WE'RE ALREADY INTERGALACTIC, DUMB-ASS.
SAYS THAT ON THE SIGN, TOO.

HEY, FUNTZEL? LOOKS LIKE WE GOT A LOCATION ON THAT STUFF FOR TERRA-CO.
NICE! THAT ONE'S A JUICY LITTLE PAYDAY... YOU TAKIN' OFF NOW?
YEAH, ALREADY GOT THE ANTI-GRAV UNITS ALL PACKED--
I WANNA GO!
I WANNA GO! I WANNA GO! I WANNA GO!
OKAY-- OKAY! JUST RELAX!
BOSS
YOU SERIOUS, FUNTZEL?! HE DOESN'T KNOW THE FIRST THING ABOUT--!
WELL, HE'S ABOUT TO LEARN!
LISTEN TO ME--REPOS ARE TOUCHY, OKAY? NOBODY WANTS THEIR STUFF TAKEN AWAY, AN' THEY'RE GONNA TAKE IT PERSONALLY WHEN YOU DO.
BEST WAY TO DO IT IS GET IN AN' OUT AS QUICKLY AN' QUIETLY AS POSSIBLE. KEEP A LOW PROFILE.
CAN YOU DO THAT?
HEAD DOWN, DUDE!
DON'T YA KNOW WHAT "LOW PROFILE" MEANS?!
KA-CHOOM
THOOM
CHOOM

FEAR ITSELF

FEAR ITSELF, the comic book event of 2011, is coming soon and here at the Marvel HQ we're too excited to keep all the cool details under wraps, so each week till the release of **Fear Itself #1** we're showing you something new and exclusive about this event in the pages of your favorite Marvel comics!

If you've checked out the wall-to-wall coverage at Marvel.com, we're sure you know the basics, but, if not, here's everything you need to know about **Fear Itself**. Eisner Award-winning writer **Matt Fraction** and superstar artist **Stuart Immonen** have teamed up for a truly epic seven-issue limited series, pitting Marvel's biggest characters against threats they've never seen, including the Asgardian God of Fear, who'll take them to their limits...and change them dramatically. What do your favorite characters fear and just what kind of shocking decisions will they make in their weakest moments? The biggest heroes, the biggest stakes and the biggest ending—there's never been a bigger Marvel story than **Fear Itself**. Just take a look at the exclusive, gorgeous art from **Fear Itself** #1 on this page—you know there's something special on the way!

Now, for the first time, three of the masterminds behind **Fear Itself** reveal just why this is one event that'll blow your mind!

"There's nothing that'll prepare you for The Worthy."
-Matt Fraction, Writer

"In addition to all the heroes you could hope to cram into a Marvel Event, **Fear Itself** has monsters, space flight, riots, Asgard, Nazis, New York, Paris, tourists, fighting, magic, science, history, TV, the Watcher and Sin... and that's just the first issue."
-Stuart Immonen, Artist

"There is a secret at the heart of Asgardian legend that could destroy us all."
-Tom Brevoort, S.V.P. of Publishing

This April, don't miss **FEAR ITSELF #1**, beginning the comic event that everyone's talking about!

FEAR ITSELF Interior Artwork by STUART IMMONEN

IN THE FLESH.
WHAT'S THE GIG?
WE, THE LAST SURVIVING MEMBERS OF THE ONGULIAN CIVILIZATION ARE WILLING TO PAY YOU AN EXORBITANT SUM--
I LIKE IT ALREADY...
--FOR YOUR AID IN THE DESTRUCTION OF THE INTERGALACTIC ENTITY KNOWN AS ID, THE SELFISH MOON.
JUST SO YOU KNOW, DEADPOOL, WE THINK THIS IS WAY TOO DANGEROUS. HELL, IT'S IMPOSSIBLE.
IF YOU TAKE ON THIS JOB, YOU TAKE IT ON ALONE.
YOU WANT ME TO KILL A PLANET.
WELL, A MOON...
YOU WANT ME TO KILL A PLANET. JUST SAY IT.
WE WANT YOU TO KILL A PLANET.
ALIDATION